

DECLARATION OF STEPHEN T. PATERNITI

I, Stephen T. Paterniti, do hereby depose and state as follows:

1. Along with my colleague, Andrew C. Pickett, I represent Defendant, Washington Group International ("WGI"), in the matter entitled *EEOC, et.al. v. Washington Group International, et al.* U.S.D.C. Docket Number 04-12097GAO.

2. This Declaration is being filed in support of the Motion to Withdraw as Counsel for Individual Defendant, Dennis Woodruff.

3. I have made numerous attempts to contact Dennis Woodruff since appearing as counsel in this case. Mr. Woodruff has not returned any of those calls to me or to my office at Jackson Lewis.

4. I have determined that an apparent conflict of interest has arisen in the continued representation of WGI and the Individual Defendants, Michael Fogarty and Dennis Woodruff.

5. I met with Mr. Fogarty and advised him of this conflict. Subsequently, Jackson Lewis withdrew as counsel for Mr. Fogarty. Seyfarth Shaw has replaced Jackson Lewis as counsel for Mr. Fogarty in this matter at no cost to Mr. Fogarty.

6. I have not been able to meet or confer with Mr. Woodruff due to the fact that he has never responded to the numerous attempts by other members of my office and I to communicate with him.

7. The EEOC served a subpoena upon Mr. Woodruff for his deposition earlier this year, to which Mr. Woodruff has never responded.

Signed under the pains and penalties of perjury this 3rd day of April 2007.

/s/Stephen T. Paterniti
Stephen T. Paterniti